

**IN THE UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

MORLOCK, L.L.C. A TEXAS LIMITED LIABILITY COMPANY)
)
)
Plaintiff,)
)
v.)
)
THE BANK OF NEW YORK MELLON TRUST COMPANY, N.A., TRUSTEE,)
)
)
Defendant.)

C.A. No.: 4:12-cv-1585

STIPULATED PROTECTIVE ORDER

Pursuant to the Court's order at the August 10, 2012 pretrial conference, the parties hereby stipulate to the following Stipulated Protective Order regarding the production of confidential financial information in this matter:

1. Materials produced under this Stipulated Protective Order shall be stamped "CONFIDENTIAL" or the equivalent by the producing party on or before the time of delivery.
2. Information contained therein shall be disclosed only to (a) the parties; (b) counsel of record and the staff of such counsel of record; (c) experts or technical and other key personnel employed by counsel who are deemed necessary for the preparation or trial of this case; (d) other persons employed by or assisting counsel in preparation for, or at the trial of, this action; and (e) qualified persons taking testimony, necessary stenographic and clerical personnel, the Court, and Court officers and other personnel as authorized by the Court.
3. When any confidential document (or any portion of a confidential document) is included in any transcript of a deposition, or is an exhibit thereto, arrangements shall be made with the court reporter to bind the confidential materials and separately label them

"CONFIDENTIAL" or some equivalent designation.

4. Any confidential documents or information shall be used by the receiving party only for the purposes of prosecuting this action.

5. Any person or firm, to whom confidential documents or information contained therein are to be disclosed pursuant to Paragraph 2 of this Order, shall first be advised by counsel for the receiving party that, pursuant to this Protective Order, that the person or firm may not divulge any confidential information to any other person. Counsel for the receiving party has the responsibility to provide such person with a copy of this Order and ensure that such person agrees to be bound by the terms of this Order in maintaining the confidentiality of such documents or information.

6. The production of confidential documents or information by any party pursuant to this Order shall not constitute a waiver of any privilege or other claim or right of withholding or confidentiality which it may have.

7. Upon the termination of this action by settlement, judgment or otherwise, all confidential documents and materials, together with all copies of the information contained therein, together with all originals and copies of notes, sketches, data compilations, extracts and reproductions reflecting information contained in these documents, shall be destroyed or returned to counsel for the disclosing party together with a letter certifying that all such documents, copies of such documents and/or written material recording the information contained in such documents, in the possession of counsel, experts or any other agent(s) of the party, have either been destroyed or returned to counsel for the producing party. The making of notes, comments, etc. by any person on protected documents or copies of such documents shall not operate to justify retention of the document(s) in question based on a claim of work product, privilege or

for any other reason. Counsel and the agents or representatives of a party or counsel shall maintain the confidentiality of any information derived from such documents or materials.

8 The provisions of this Stipulated Protective Order and the restrictions contained herein will not terminate at the conclusion of this lawsuit but will remain in effect.

Respectfully submitted,

/s/ Jerry L. Schutza

Jerry L. Schutza
(S.D. Tex. Admission No. 17853800)
11 Greenway Plaza, Suite 2820
Houston, Texas 77046
Telephone: (713) 961-1200

ATTORNEY FOR MORLOCK, L.L.C.

/s/ Graham W. Gerhardt

Graham W. Gerhardt
(Bar No. 24075698)
(S.D. Tex. Admission No. 1138806)
J. Riley Key
(S.D. Tex. Admission No. 1365897)
BRADLEY ARANT BOULT CUMMINGS LLP
One Federal Place
1819 Fifth Avenue North
Birmingham, AL 35203-2119
Telephone: (205) 521-8000

ATTORNEYS FOR BANK OF NEW YORK MELLON
TRUST COMPANY, N.A., AS TRUSTEE

IT IS SO ORDERED this ____ day of October, 2012.

UNITED STATES DISTRICT JUDGE